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(215) 972-3400

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1040 BRUSSELS, BELGIUM  
(02) 511 80 40

52 BEDFORD SQUARE  
LONDON WC1B 3EX, ENGLAND  
01. 631. 3383

LAW OFFICES OF  
**DECHERT PRICE & RHOADS**

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999 18TH STREET  
DENVER, CO. 80202  
(303) 623-1777

800 NORTH THIRD STREET  
HARRISBURG, PA. 17102  
(717) 233-7947

3-160A037

June 8, 1983

14036

RECORDATION NO. .... Filed 1425

Agatha L. Mergenovich, Secretary  
Interstate Commerce Commission  
12th & Constitution Avenue, N.W.  
Washington, D.C. 20423

JUN 9 1983 10 22 AM

INTERSTATE COMMERCE COMMISSION

RECEIVED  
JUN 9 10 22 AM '83  
FEE OPERATION BR.  
I.C.C.

Dear Secretary Mergenovich:

Pursuant to 49 U.S.C. 11303 and the Commission's rules and regulations, I enclose for filing and recordation, four (4) copies of the following document:

Release and Discharge of Conditional Sales Indebtedness and Bill of Sale dated as of April 13, 1983, by Canadian National Railway Company. ("Release")

This is a "secondary document" within the meaning of 49 C.F.R. 1177.1(b) and pertains to a Conditional Sales Agreement ("primary document") which is being filed of even date and has not been assigned a recordation number.

The names and addresses of the parties to the aforementioned document to be filed are:

Vendor: Canadian National Railway Company  
P. O. Box 8100  
Montreal, Quebec H3C 3N4  
CANADA

Purchaser: Via Rail Canada Inc.  
P. O. Box 8116  
Montreal, Quebec H3C 3N4  
CANADA

3-160A037  
No. ....  
Date .....  
Fee \$ 10.00

The Release relates to seven hundred eighty-five (785) passenger car units, one hundred twenty (120) road passenger locomotive units, and ninety (90) steam and electric generator units as enumerated on the attachment to this letter.

*C. G. Campbell*  
*Kristine E. Winkler*

APPENDIX 1

PASSENGER CAR UNITS

<u>QUANTITY</u>	<u>TYPE</u>	<u>VENDOR's</u> <u>IDENTIFYING ROAD</u> <u>NUMBERS (inclusive)</u>
3	Turbo - Pow. Dome Club	125 - 126 129
3	Turbo - Pow. Dome Coach	150 - 151 154
5	Turbo - Club Trailer	200 - 204
6	Turbo - Café Coach	225 - 229 257
10	Turbo - Coach Trailer	250 - 251 254 - 256 259 - 261 263 - 264
1	Diner - Champlain	300
1	Club - Champlain	302
3	E.M. Coach - Champlain	301 303 - 304
3	Tempo - Club	321 - 323
5	Tempo - Buffeteria	340 - 344
17	Tempo - E.M. Coach	360 - 376
11	Dinette	425 - 435
6	Club - 45 Chair	573 - 578
14	Club Galley	650 - 663
25	Café Lounge	750 - 765 3024 3030 3032 - 3035 3037 - 3039
2	Buffet Club	898 - 899
8	2 Bdr. - 2 Comp. Buffet Lounge	1082 - 1089
2	7 Comp. Buffet Lounge	1098 - 1099
6	5 Comp. 3 Drawing Room	1100 - 1105
52	4 Sec. 8 Duplex Rmt. 4 Bdrm.	1110 - 1161
25	6 Sec. 4 Bdrm. 6 Roomette	1162 - 1170 1172 - 1181 1190 - 1195
33	Diner 48 Seat	1337 - 1343 1345 - 1350 1357 - 1358 1360 - 1372 1374 - 1378
2	4 Sec. 4 Rmt. 5 Bdrm. 1 Comp.	1700 - 1701
13	24 Roomette	2000 2002 2004 - 2005 2007 2009 - 2011 2013 - 2015 2017 2019

*Full*

APPENDIX 1 - PAGE 2

<u>QUANTITY</u>	<u>TYPE</u>	<u>VENDOR'S IDENTIFYING ROAD NUMBERS (inclusive)</u>
6	10 Rmt. 5 Bdrm.	2022 - 2027
15	10 Rmt. 6 Bdrm.	2075 - 2076
		2078 - 2084
		2086 - 2087
		2089
		2092 - 2094
12	14 Rmt. 4 Bdrm.	2095 - 2106
25	10 Rmt. 6 Bdrm.	2125 - 2127
		2129 - 2150
19	Club Lounge	2300
		2302 - 2303
		2308 - 2310
		2312 - 2316
		2318 - 2325
15	Café Bar Lounge	2500 - 2514
5	E.M. Coach	4884 - 4888
69	A.C. Coach	5180 - 5181
		5183 - 5190
		5192 - 5193
		5195
		5197 - 5203
		5206 - 5213
		5215 - 5229
		5241
		5283 - 5307
42	A.C. Coach Deluxe	5382 - 5383
		5386
		5388 - 5390
		5393 - 5395
		5399 - 5400
		5402 - 5403
		5405 - 5407
		5409
		5411 - 5419
		5421 - 5436
149	E.M. Coach Reclining	5437
		5439 - 5444
		5446 - 5449
		5452
		5454 - 5456
		5458 - 5459
		5464 - 5465
		5467 - 5474
		5476
		5478
		5481 - 5483
		5485 - 5492
		5494 - 5495
		5497 - 5501
		5503 - 5506
		5508 - 5509
		5511 - 5512

*June*

APPENDIX 1 - PAGE THREE

<u>QUANTITY</u>	<u>TYPE</u>	<u>VENDOR's</u> <u>IDENTIFYING ROAD</u> <u>NUMBERS (inclusive)</u>
149 (cont'd)	E.M. Coach Reclining	5514 5516 - 5519 5522 5525 5527 5529 - 5534 5536 - 5537 5541 - 5542 5544 - 5545 5547 - 5548 5552 5558 5560 5562 5569 5571 5573 - 5574 5576 5578 - 5591 5593 - 5599 5602 - 5603 5610 - 5611 5616 - 5638 5640 - 5654 5700 - 5738
39	Dayniter Coach	6000 - 6006
7	Railiner Trailer	6100 - 6102
22	Railiner Coach	6104 - 6122 6200 6202 - 6206 6302 6350 - 6351 6355 - 6356
11	Railiner Pass. Bagg.	6401 6450 6453 6475
4	Railiner Mail Express	7169 7189 7201 7207 7209 - 7210 7360
7	Pass. Bagg.	9475 - 9488
14	Bagg. Dorm.	9600 - 9604
67	Baggage	9610 - 9611 9613 - 9632 9634 - 9654 9656 - 9674
1	Batt. Charge	15205

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APPENDIX 2

ROAD PASSENGER LOCOMOTIVE UNITS

<u>QUANTITY</u>	<u>TYPE</u>	<u>VENDOR'S IDENTIFYING ROAD NUMBERS (inclusive)</u>
120	Road Passenger	6501 - 6502 6504 - 6516 6518 - 6521 6523 - 6537 6539 - 6542 6602 - 6607 6610 - 6637 6758 - 6765 6767 - 6791 6793 6858 - 6871

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APPENDIX 3

STEAM AND ELECTRIC GENERATOR UNITS

<u>QUANTITY</u>	<u>TYPE</u>	<u>VENDOR'S IDENTIFYING ROAD NUMBERS (inclusive)</u>
87	Steam Generator Units	15400 - 15407 15409 - 15411 15413 15415 - 15435 15437 - 15445 15448 15450 - 15478 15480 - 15494
3	Electric Generator Units	15300 - 15302

*Gene*

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

**OFFICE OF THE SECRETARY**

Robert M. Clark  
Law Offices Of  
Dechert Price & Rhoads  
Suite 1100  
1730 Pennsylvania Ave. N. W.  
Washington, D. C. 20006

June 9, 1983

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/9/83 at 10:35AM, and assigned recordation number(s). 14036-A

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

RELEASE AND DISCHARGE OF CONDITIONAL SALES

INDEBTEDNESS AND BILL OF SALE

RECORDATION NO. 14036. A  
Filed 1425

JUN 9 1983 10 25 AM

INTERSTATE COMMERCE COMMISSION

WHEREAS Canadian National Railway Company (the "Vendor") and VIA Rail Canada Inc. ("VIA") entered into a Conditional Sales Agreement, dated as of March 31, 1978 (the "Conditional Sales Agreement"), wherein the Vendor agreed to sell and deliver to VIA and VIA agreed to purchase the equipment described in Schedule A to the Conditional Sales Agreement (the "Equipment");

AND WHEREAS the Conditional Sales Agreement was duly deposited, On April 6, 1978, in the office of the Registrar General of Canada and notice of such deposit duly given in The Canada Gazette in accordance with Section 86 of the Railway Act of Canada and the Conditional Sales Agreement was duly filed and recorded, on April 5, 1978, with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act;

AND WHEREAS the Conditional Sales Agreement was amended in part by Agreement between the Vendor and VIA, dated as of January 1, 1982;

AND WHEREAS, pursuant to Article 3 of the Conditional Sales Agreement, VIA has paid to the Vendor the full indebtedness in respect of the Purchase Price (as defined in the Conditional Sales Agreement) of the Equipment.

NOW THEREFORE, for valuable consideration, the Vendor hereby certifies that it has been paid the full indebtedness payable





pursuant to the Conditional Sales Agreement, as amended, in respect of the Purchase Price of the Equipment together with interest and all other payments as provided in the Conditional Sales Agreement, and the Vendor further hereby releases and transfers to VIA all of the Vendor's right, title and interest in and to the Equipment, save and except the Vendor's right, title and interest arising from or by reason of VIA's covenants contained in Article 16 of the Conditional Sales Agreement, but otherwise free of all liens, claims, interests and other encumbrances save and except liens, claims, interest and other encumbrances arising by, through or under VIA.

IN WITNESS WHEREOF, the Vendor has caused this document to be executed in its corporate name by its officers, thereunto duly authorized, and its corporate seal to be hereunto affixed, on this 13th day of April 1983.



(CORPORATE SEAL)

CANADIAN NATIONAL RAILWAY COMPANY

By: *Yvon H. Masse*  
Senior Corporate Vice-President  
and Chief Financial Officer

By: *[Signature]*  
Assistant Secretary

PROVINCE OF QUEBEC )

) SS.:

CITY OF MONTREAL )

On this 13th day of April, 1983, before me personally appeared Messrs. Yvon H. Masse and Paul-A. Quesnel, to be personally known, who, being by me duly sworn, say that they are the Senior Corporate Vice-President and Chief Financial Officer and the Assistant-Secretary, respectively, of CANADIAN NATIONAL RAILWAY COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation on the 13th day of April, 1983, by authority of its Board of Directors and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
\_\_\_\_\_  
**G.E. URQUHART**

Commissioner for Oaths

Commissaire a l'Assermentation

District - Montreal

My Commission expires

Jan. 30, 1984